

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

CERTIFICATION OF COUNSEL RE: DOCKET NO. 7252

1. On December 20, 2004, the Official Committee of Asbestos Property Damage Claimants (the “PD Committee”) filed *Official Committee of Asebestos Property Damage Claimants’ Motion to Strike the Debtors’ Notice of Intent to Object to Claims on the Basis of Materially Insufficient Supporting Information and Opportunity to Supplement Claims* (the “Motion to Strike”) (Docket No. 7252) with the United States Bankruptcy Court for the

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darez Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

District of Delaware (the “Court”), 824 Market Street, Wilmington, Delaware 19801.

Objections and responses to the Motion to Strike were to be filed on or before January 7, 2005.

2. On January 7, 2005, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed their response to the Motion to Strike.
3. On January 24, 2005, the Court held a hearing on the Motion to Strike, ultimately granting the Motion to Strike in part and instructing the Debtors and the PD Committee to work together to arrive at a consensual form of order consistent with the Court’s rulings.

4. Consistent with the Court’s rulings on the Motion to Strike, attached hereto is a form of order granting, in part, the Motion to Strike (the “Proposed Order”). The Proposed Order has been negotiated by the Debtors and the PD Committee and both parties consent to its form.

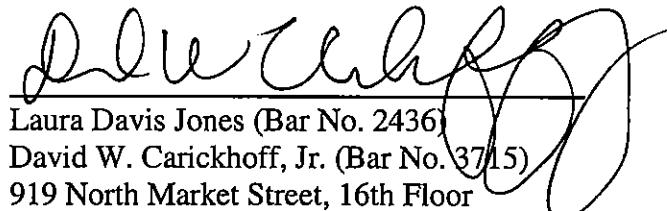
5. Accordingly, the Debtors respectfully request that the Court enter the Proposed Order attached hereto as Exhibit A at its earliest convenience.

Dated: February 8, 2005

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